

RECORDATION NO. 12783-A

MAR 13 1981 2 49 PM

INTERSTATE COMMERCE COMMISSION

RAILEASE

Inc.
Business Center Building
P.O. Box 1818
Bellevue, Washington 98009
Telephone (206) 555-7400

March 13, 1981

RECEIVED

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I.C.C.
OPERATION BR.

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

No. 10-70
MAR 13 1981
Date.....
Fee \$ 2.44
ICC Washington, D. C.

Re: Amendment to Equipment Lease, RAILEASE, Inc
(Lessor) and Richard B. Ogilvie, Trustee of
the property of Chicago, Milwaukee, St. Paul
and Pacific Railroad Company, Debtor (Lessee)

Madam:

In accordance with the provisions of 49 U.S.C. §11303 and Rules and Regulations of the Interstate Commerce Commission ("ICC") thereunder, there is submitted herewith for filing and recordation an Amendment to Equipment Lease relating to railroad cars used or intended for use in connection with interstate commerce, as follows:

Five (5) executed counterparts and two (2) copies of Amendment No. 1, dated February 20, 1981, to Equipment Lease dated as of October 31, 1980, between RAILEASE Inc, a Washington corporation, as Lessor, and Richard B. Ogilvie, Trustee of the Property of Chicago, Milwaukee, St. Paul and Pacific Railroad Company, Debtor, as Lessee.

The address of RAILEASE inc is 777 106th Avenue, N.E., Bellevue, Washington 98004, and the address of Lessee is 516 West Jackson Boulevard, 746 Union Station Building, Chicago, Illinois 60606, Attention: Vice President - Finance.

The equipment covered by the Amendment and Equipment Lease is described in Exhibit A hereto.

The Equipment Lease was recorded on January 19, 1981 under recordation No. 12783, at 1:35 P.M.

Enclosed is a check to cover the recordation fee.

Secretary - ICC

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You are hereby authorized to deliver all extra executed counterparts of the Amendment No. 1 and copies thereof, with filing data noted thereon, following recordation, to the representative of Messrs. Dewey, Ballantine, Bushby, Palmer & Wood, who is delivering this letter and said enclosures to you.

Very truly yours,

RAILEASE Inc.

By 
Authorized Representative

Exhibit A

to

Transmittal Letter

Description of Equipment

<u>Quantity</u>	<u>Specifications</u>	<u>Description</u>	<u>AAR Mechanical Designations</u>	<u>Car Number (all inclusive)</u>
500	PACCAR Inc. PC-723 as amended	52'6" general purpose gondola cars	GB	Milw. 81200 - Milw. 81699

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INTERSTATE COMMERCE COMMISSION
AMENDMENT NUMBER ONE dated as of February 20, 1981 ("Amendment") to the Equipment Lease dated as of October 31, 1980 ("Equipment Lease") between Railease Inc, Lessor ("Lessor"), and Richard B. Ogilvie, Trustee of the Property of Chicago, Milwaukee, St. Paul and Pacific Railroad Company, Debtor, Lessee ("Lessee").

LESSOR AND LESSEE AGREE AS FOLLOWS:

1. Section 1.2 of the Equipment Lease hereby is amended by replacing "\$18,500,000" with "\$18,556,000."
2. Paragraph (a) of Section 2.1 of the Equipment Lease hereby is amended by replacing "May 1, 1981" with "June 1, 1981."
3. Schedule A to the Equipment Lease hereby is amended by replacing "\$37,000" with "\$37,112;" by replacing "\$18,500,000" with "\$18,556,000;" and by replacing "May 1, 1981" with "June 1, 1981."
4. Except as expressly amended hereby, the Equipment Lease shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed and delivered, all as of the date first above written.

LESSEE:

RICHARD B. OGILVIE,
Trustee of the Property of
Chicago, Milwaukee, St. Paul and
Pacific Railroad Company, Debtor

By 

LESSOR:

RAILEASE Inc

By 


Its PRESIDENT

STATE OF WASHINGTON)

COUNTY OF KING)

ss.:

On this 12th day of MARCH, 1981, before me personally appeared J. J. JOLLEY, to me personally known, who being by me duly sworn, says that he is an authorized officer of RAILEASE Inc, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


[Signature]
Notary Public

[SEAL]

My Commission Expires: July 1, 1982

STATE OF ILLINOIS)

COUNTY OF COOK)

ss.:

On this 9th day of March, 1981, before me personally appeared RICHARD B. OGILVIE, to me personally known, who being by me duly sworn, says that he is Trustee of the Property of CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY, DEBTOR, and that the foregoing instrument was signed by him not individually but solely as Trustee of the Property of Chicago, Milwaukee, St. Paul and Pacific Railroad Company, Debtor.

[Signature]
Notary Public

[SEAL]

My Commission Expires: July 24, 1982